

Apr-27-04 11:30 From-
Manager
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APR 27 2004

April 27, 2004

Mr. Brian Johnson
Branch Chief
Securities and Exchange Commission
Branch of Filer Support 2
Room 1004 -- STOP/1-4
450 Fifth Street, NW
Judiciary Plaza
Washington, DC 20549

PROCESSED
MAY 07 2004
THOMSON
FINANCIAL

Dear Mr. Johnson:

The New York Stock Exchange certifies approval for listing and registration under the Securities Exchange Act of 1934 Lehman Brothers Holdings Capital Trust V (with respect to the Trust Preferred Securities) and Lehman Brothers Holdings Inc. (with respect to the related guarantee and back-up obligations) (together, the "Registrants"), 6.00% Preferred Securities, Series M (and the related guarantee and back-up obligations) and requests immediate acceleration of registration. Adequate distribution assured. Form 8-A received on April 27, 2004. Tentative listing date - April 30, 2004.

Sincerely,